

KELLER AND HECKMAN LLP

Serving Business through Law and Science®

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July 24, 2002

Jack Richards
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richards@khlaw.com

Via Hand and Electronic Delivery

Ms. Marcia Glauber
Policy and Rules Division
Federal Communications Commission
Room 3A738
455 Twelfth Street, S.W.
Washington, D.C. 20554

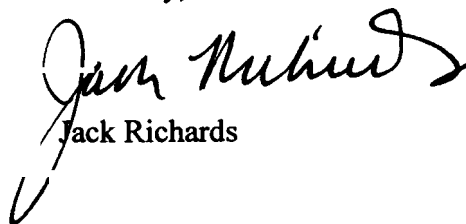
Re: Application of General Motors Corporation, and Hughes Electronics Corporation (Transferors) and The News Corporation Limited (Transferee) For Authority to Transfer Control, MB Docket No. 03-124.

Dear Ms. Glauber:

On behalf of our client, the National Rural Telecommunications Cooperative, and in accordance with the First and Second Protective Orders in the above-captioned matter,¹ enclosed please find Acknowledgements of Confidentiality executed by Stephen M. Ryan, Robert J. Rini, Jonathan E. Allen and Kenneth Wolin of Manatt, Phelps & Phillips, LLP, and Kevin G. Rupy, Alecia Harvey and the undersigned, of Keller and Heckman LLP. Copies of this letter and enclosures are being served upon those listed on the attached Certificate of Service.

Should you have any questions, please do not hesitate to contact me.

Sincerely,



Jack Richards

Enclosures

¹ Order Adopting Protective Order, *In the Matter of News Corporation, General Motors Corporation and Hughes Electronics Corporation*, DA 03-1761 (released May 22, 2003); Order Concerning Second Protective Order, *In the Matter of News Corporation, General Motors Corporation and Hughes Electronics Corporation*, DA 03-3276 (released July 22, 2003).

APPENDIX B**Acknowledgment of Confidentiality**

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.


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Executed at Keller & Heckman LLP this 22 day of July, 2003


[Name] Jack Richards
[Position] Partner
Keller and Heckman LLP
[Address] 1001 G Street, NW
[Telephone] Suite 500 West
Washington, DC 20001
(202) 43404100

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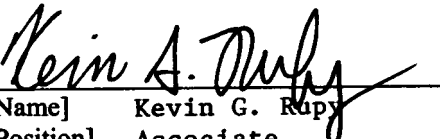
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Executed at Keller & Heckman LLP this 22 day of July, 2003


[Name] Kevin G. Rupy
[Position] Associate
Keller and Heckman LLP
[Address] 1001 G Street, NW
[Telephone] Suite 500 West
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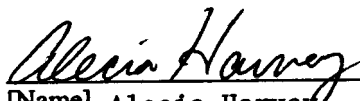
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Executed at Keller & Heckman LLP this 22 day of July, 2003


[Name] Alecia Harvey
[Position] Secretary
Keller and Heckman LLP
[Address] 1001 G Street, NW
[Telephone] Suite 500 West
Washington, DC 20001
(202) 434-4100

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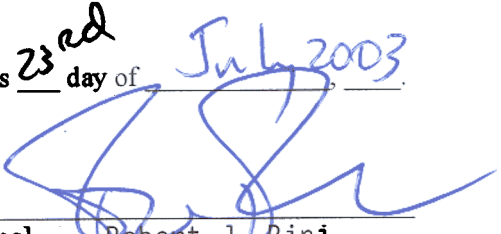
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Executed at Washington DC this 23rd day of July 2003


[Name] Robert J. Rini
[Position] Attorney
Manatt, Phelps & Phillips, LLP
[Address] 1501 M Street, N.W., Suite 700
[Telephone] Washington, DC 20005
(202) 463-4300

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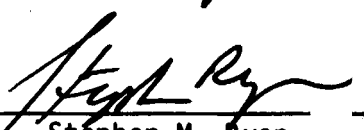
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Executed at Washington D.C. this 22 day of July, 2003


[Name] Stephen M. Ryan
[Position] Attorney
Manatt, Phelps & Phillips, LLP
[Address] 1501 M Street, N.W., Suite 700
[Telephone] Washington, DC 20005
(202) 463-4300

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Executed at Washington, DC this 23 day of July, 2003



[Name] Jonathan E. Allen
[Position] Attorney
[Address] Manatt, Phelps & Phillips, LLP
1501 M Street, N.W., Suite 700
[Telephone] Washington, D.C. 20005
(202) 463-4300

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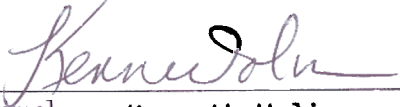
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Executed at Washington DC this 23 day of July, 2003


[Name] Kenneth Wolin
[Position] Paralegal
[Address] Manatt, Phelps & Phillips, LLP
1501 M Street, N.W., Suite 700
[Telephone] Washington, D.C. 20005
(202) 463-4300

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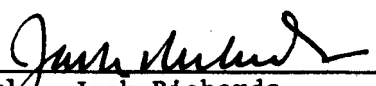
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[Name] Jack Richards
[Position] Partner
Keller and Heckman LLP
[Address] 1001 G Street, NW
[Telephone] Suite 500 West
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[Name] Kevin G. Murphy
[Position] Associate
Keller and Heckman LLP
[Address] 1001 G Street, NW
[Telephone] Suite 500 West
Washington, DC 20001
(202) 434-4100

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[Position] Secretary
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[Address] 1001 G Street, NW
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Executed at

Washington, DC this 23rd day of July 2003

[Name] Robert J. Rini
[Position] Attorney
[Address] Manatt, Phelps & Phillips, LLP
1501 M Street, N.W., Suite 700
[Telephone] Washington, D.C. 20005
(202) 463-4300

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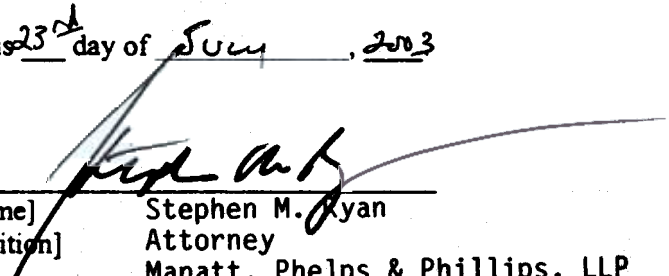
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Executed at WASHINGTON, D.C. this 23rd day of July, 2003


[Name] Stephen M. Ryan
[Position] Attorney
Manatt, Phelps & Phillips, LLP
[Address] 1501 M Street, N.W., Suite 700
[Telephone] Washington, D.C. 20005
(202) 463-4300

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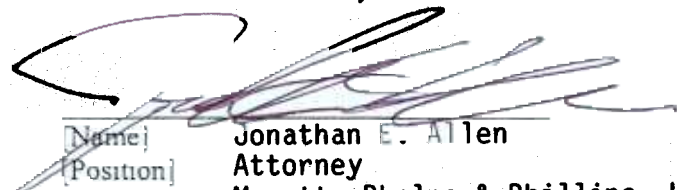
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[Name] Jonathan E. Allen
[Position] Attorney
[Address] Manatt, Phelps & Phillips, LLP
1501 M Street, N.W., Suite 700
[Telephone] Washington, DC 20005
(202) 463-4300

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[Name] Kenneth Wolin
[Position] Paralegal
Mannat, Phelps & Phillips, LLP
[Address] 1501 M Street, N.W., Suite 700
[Telephone] Washington, DC 20005
(202) 463-4300

Certificate of Service

I HEREBY CERTIFY that on this 24th day of July, 2003, a true and correct copy of the foregoing Acknowledgements of Confidentiality of the National Rural Telecommunications Cooperative (MB Docket No. 03-124), was submitted electronically to the Federal Communications Commission and served upon the following:

Served via Electronic Mail:

Neil Dellar
Office of General Counsel
445 12 Street, S.W.
Room 8-C818
Washington, D.C. 20554

JoAnn Lucanik
International Bureau
445 12th Street, S.W.
Room 6-A660
Washington, D.C. 20554

Tracy Waldon
Wireline Competition Bureau
445 12 Street, S.W.
Room 6-A144
Washington, D.C. 20554

Linda Senecal
Media Bureau
445 12th Street, S.W.
Room 2-C264
Washington, D.C. 20554

Barbara Esbin
Media Bureau
445 12 Street, S.W.
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Washington, D.C. 20554

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Simon Wilkie
Office of Plans and Policy
445 12th Street, S.W.
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Washington, D.C. 20554

Douglas W. Webbink
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Federal Communications Commission
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Office of General Counsel
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Scott Blake Harris
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1200 Eighteenth Street, N.W.
Washington, D.C. 20036
Counsel for News Corporation Limited

Served via Courier:

Marlene H. Dortch, Secretary
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